

HERRICK, FEINSTEIN, LLP  
Two Park Avenue  
New York, New York 10016  
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Sean E. O'Donnell  
Stephen B. Selbst  
Steven B. Smith  
Christopher Carty

*Special Conflicts Counsel to the Official Committee of  
Unsecured Creditors of Sears Holdings Corporation, et al.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

----- X	
In re:	: Chapter 11
	: :
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	: Case No. 18-23538 (RDD)
	: :
Debtors <sup>1</sup>	: (Jointly Administered)
	: :
	: :
----- X	

**FOURTEENTH MONTHLY FEE STATEMENT OF HERRICK, FEINSTEIN  
LLP FOR PROFESSIONAL SERVICES RENDERED AND DISBURSEMENTS  
INCURRED AS SPECIAL CONFLICTS COUNSEL TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD OF  
JANUARY 1, 2021 THROUGH JANUARY 31, 2021**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); SHC Licensed Business LLC (3718); SHC Promotions LLC (9626); Sears Brands Management Corporation (5365); and SRE Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179

Name of Applicant:	Herrick, Feinstein LLP
Authorized to Provide Professional Services To:	Special Conflicts Counsel to the Official Committee of Unsecured Creditors of Sears Holdings Corporation, <i>et al.</i>
Date of Retention:	March 22, 2019 <i>nunc pro tunc</i> to January 2, 2019
Period for Which Compensation and Reimbursement Is Sought:	January 1, 2021 through January 31, 2021
Monthly Fees Incurred:	\$207,666.50
20% Holdback:	\$41,533.30
Total Compensation Less 20% Holdback:	\$166,133.20
Monthly Expenses Incurred:	\$9,035.96
Total Fees and Expenses Requested:	\$175,169.16

This is a   x   monthly        interim        final application

Herrick Feinstein LLP (“Herrick Feinstein”), special conflicts counsel to the Official Committee of Unsecured Creditors (the “Creditors’ Committee”) of Sears Holding Corporation and its affiliated debtors and debtors in possession (collectively, the “Debtors”), hereby respectfully submits this statement of fees and disbursements (the “Fourteenth Combined Monthly Fee Statement”) covering the period from January 1, 2021 through January 31, 2021 (the “Compensation Period”) in accordance with the *Order Authorizing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the “Interim Compensation Order”) [ECF No. 796]. By the Fourteenth Combined Monthly Fee Statement, and after taking into account certain voluntary discounts and reductions, Herrick Feinstein requests (a) interim allowance and payment of compensation in the amount of \$166,133.20 (80% of \$207,666.50) for fees on account of reasonable and necessary professional services rendered to the Creditors’ Committee by Herrick Feinstein, and (b) reimbursement of actual and necessary costs and

expenses in the amount of \$9,035.96 incurred by Herrick Feinstein during the Compensation Period.

**FEES FOR SERVICES RENDERED  
DURING THE COMPENSATION PERIOD**

**Exhibit A** sets forth a timekeeper summary that includes the respective names, positions, department, bar admissions, hourly billing rates and aggregate hours spent by each Herrick Feinstein professional and paraprofessional that provided services to the Creditors' Committee during the Compensation Period. The rates charged by Herrick Feinstein for services rendered to the Creditors' Committee are the same rates that Herrick Feinstein charges generally for professional services rendered to its non-bankruptcy clients.

**Exhibit B** sets forth a task code summary that includes the aggregate hours per task code spent by Herrick Feinstein professionals and paraprofessionals in rendering services to the Creditors' Committee during the Compensation Period.

**Exhibit C** sets forth a complete itemization of tasks performed by Herrick Feinstein professional and paraprofessionals that provided services to the Creditors' Committee during the Compensation Period.

**EXPENSES INCURRED  
DURING THE COMPENSATION PERIOD**

**Exhibit D** sets forth a disbursement summary that includes the aggregate expenses, organized by general disbursement categories, incurred by Herrick Feinstein in connection with services rendered to the Creditors' Committee during the Compensation Period.

**Exhibit E** sets forth a complete itemization of disbursements incurred by Herrick Feinstein in connection with services rendered to the Creditors' Committee during the Compensation Period.

### **NOTICE AND OBJECTION PROCEDURES**

Notice of this Fourteenth Combined Monthly Fee Statement shall be given by hand or overnight delivery or email where available upon (i) Sears Holdings Corporation, 3333 Beverly Road, Hoffman Estates, Illinois 60179, Attention: Mohsin Y. Meghji ([email: mmeghji@miiipartners.com](mailto:mmeghji@miiipartners.com)); (ii) counsel to the Debtors, Weil, Gotshal & Manges LLP, 767 Eighth Avenue, New York, NY 10153, Attention: Ray C. Schrock ([email: ray.schrock@weil.com](mailto:ray.schrock@weil.com)), Jacqueline Marcus ([email: jacqueline.marcus@weil.com](mailto:jacqueline.marcus@weil.com)), Garrett A. Fail ([email: garrettlail@weil.com](mailto:garrettlail@weil.com)), and Sunny Singh ([email: sunny.singh@weil.com](mailto:sunny.singh@weil.com)); (iii) William K. Harrington, the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, NY 10014, Attention: Paul Schwartzberg ([e-mail: paul.schwartzberg@usdoj.gov](mailto:paul.schwartzberg@usdoj.gov)) and Richard Morrissey ([e-mail: richard.morrissey@usdoj.gov](mailto:richard.morrissey@usdoj.gov)); (iv) counsel to Bank of America, N.A., Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, NY 10036, Attention: Paul D. Leake ([email: paul.leake@skadden.com](mailto:paul.leake@skadden.com)), Shana A. Elberg ([email: shana.elberg@skadden.com](mailto:shana.elberg@skadden.com)) and George R. Howard ([email: george.howard@skadden.com](mailto:george.howard@skadden.com)); (v) Paul E. Harner, fee examiner, 1675 Broadway, New York, NY 10019 ([e-mail: harnerp@ballardspahr.com](mailto:harnerp@ballardspahr.com)); (vi) counsel to the fee examiner, Ballard Spahr LLP, 1675 Broadway, New York, NY 10019, Attention: Vincent J. Marriott ([e-mail: marriott@ballardspahr.com](mailto:marriott@ballardspahr.com)) and Tobey M. Daluz ([e-mail: dalurt@ballardspahr.com](mailto:dalurt@ballardspahr.com)); and (vi) counsel to the Official Committee of Unsecured Creditors, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036, Attention: Philip C. Dublin ([email: pdublin@akingump.com](mailto:pdublin@akingump.com)), Ira S. Dizengoff ([email: idizengoff@akingump.com](mailto:idizengoff@akingump.com)) and Sara Lynne Brauner ([email: sbrauner@akingump.com](mailto:sbrauner@akingump.com)), (collectively, the “Notice Parties”).

Objections to this Fourteenth Combined Monthly Fee Statement, if any, must be filed with the Court and served upon the Notice Parties so as to be received no later than **March 18, 2021**

(the “Objection Deadline”), setting forth the nature of the objection and the amount of fees or expenses at issue (an “Objection”).

If no objections to this Fourteenth Combined Monthly Fee Statement are filed and served as set forth above, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

If an objection to this Fourteenth Combined Monthly Fee Statement is received on or before the Objection Deadline, the Debtors shall withhold payment of that portion of this Fourteenth Combined Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing to be heard by the Court.

*[Remainder of page left blank intentionally]*

Dated: New York, New York  
March 3, 2021

HERRICK FEINSTEIN LLP

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*Special Conflicts Counsel to the Official  
Committee of Unsecured Creditors of Sears  
Holdings Corporation, et al.*

**Exhibit A**

**Timekeeper Summary**

<b>PARTNERS</b>	<b>DEPARTMENT</b>	<b>YEAR OF BAR ADMISSION</b>	<b>RATE</b>	<b>HOURS</b>	<b>AMOUNT</b>
Sean E. O'Donnell	Restructuring & Finance Litigation	1998	\$1075.00	10.3	\$11,072.50
Christopher W. Carty	Restructuring & Finance Litigation	2010	\$850.00	48.1	\$40,885.00
<b>Total Partners</b>				<b>58.4</b>	<b>\$51,957.00</b>
<b>COUNSEL</b>	<b>DEPARTMENT</b>	<b>YEAR OF BAR ADMISSION</b>	<b>RATE</b>	<b>HOURS</b>	<b>AMOUNT</b>
Kyle J. Kolb	Restructuring & Finance Litigation	2012	\$690.00	44.1	\$30,429.00
<b>Total Counsel</b>				<b>44.1</b>	<b>\$30,429.00</b>
<b>ASSOCIATES</b>	<b>DEPARTMENT</b>	<b>YEAR OF BAR ADMISSION</b>	<b>RATE</b>	<b>HOURS</b>	<b>AMOUNT</b>
Heather M. Zimmer	Restructuring & Finance Litigation	2017	\$475.00	81.2	\$38,570.00
Gabrielle R. Fromer	Restructuring & Finance Litigation	2018	\$460.00	39.9	\$18,354.00
Elizabeth J. Plowman	Restructuring & Finance Litigation	2018	\$460.00	27.9	\$12,834.00
Silvia Stockman	Restructuring & Finance Litigation	2016	\$475.00	24.7	\$11,732.50
Daniel Field	Restructuring & Finance Litigation	2016	\$435.00	3.0	\$1,305.00
Daniel Field	Restructuring & Finance Litigation	2016	\$475.00	10.6	\$5,035.00
Rodger Quigley	Restructuring & Finance Litigation	2017	\$460.00	61.2	\$28,152.00



Conor Anderson	Restructuring & Finance Litigation	2017	\$435.00	11.7	\$5,089.50
<b>Total Associates</b>				<b>260.2</b>	<b>\$121,072.00</b>

<b>PARALEGALS/ NON- LEGAL STAFF</b>	<b>DEPARTMENT</b>	<b>RATE</b>	<b>HOURS</b>	<b>AMOUNT</b>
Linda Schepp	Restructuring & Finance Litigation	\$350.00	10.3	\$3,605.00
Larisa Poretsky	Litigation	\$410.00	1.1	\$451.00
<b>Total Paralegals/ Non- Legal Staff</b>			<b>11.4</b>	<b>\$4,056.00</b>

<b>E-DISCOVERY &amp; LITIGATION SUPPORT SERVICES</b>	<b>AMOUNT</b>
Project Management	152.00
<b>TOTAL</b>	<b>152.00</b>

**EXHIBIT B**

**Task Code Summary**

<b>Task Code</b>	<b>HOURS</b>	<b>AMOUNT (\$)</b>
Fee/Employment Applications – B160	1.7	\$961.00
Other Contested Matters – B190	38.2	\$28,184.50
Joint Asserted Causes of Action	334.60	\$178,521.00
<b>Total</b>	<b>374.5</b>	<b>\$207,666.50</b>

**Exhibit C**

**Itemized Fees**



**HERRICK**

Official Committee of Unsecured Creditors of Sears Holdings  
Attn: Ron Tucker  
225 W. Washington Street  
Indianapolis, IN 46204

February 24, 2021  
Invoice Number: 542957  
Matter Number: 19609.0001  
Tax ID: 1662

Re: **Sears Bankruptcy**

Fees for legal services rendered through January 31, 2021 \$29,145.50

Expenses posted through January 31, 2021 8,914.20

**TOTAL** \$38,059.70

Unpaid balance from previous invoice(s) \$92,239.49

Total Due Now \$130,299.19

**INVOICE PAYMENT IS DUE UPON RECEIPT. THANK YOU.**

Kindly return this page with your check payment to:

Herrick, Feinstein LLP  
2 Park Avenue  
New York, NY 10016

Send wire payments to:

Citibank, N.A.  
ABA Number: 0089  
Account Number: 6165  
SWIFT #:



**HERRICK**

Invoice Number: 542957  
Matter Number: 19609.0001  
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**LEGAL SERVICES RENDERED:**

<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
01/11/21	C. Carty	B190	Prepare for Barclays proffer in connection with Rule 2004 investigation.	1.80
01/11/21	K. Kolb	B190	Prepare for proffer and review outline and related documents.	1.20
01/12/21	K. Kolb	B190	Further review of key documents produced in response to subpoenas.	0.30
01/12/21	K. Kolb	B190	Prepare for investigation interview.	0.90
01/12/21	G. Fromer	B190	Revise deposition outline.	1.80
01/12/21	G. Fromer	B190	Discuss preparations for call with Kramer Levin with Chris Carty, Kyle Kolb, and expert.	0.20
01/13/21	C. Carty	B190	Prepare for Barclays proffer; attention to issues related to scheduling.	2.20
01/13/21	C. Carty	B160	Provide fee forecast to M3.	0.40
01/13/21	K. Kolb	B190	Revise outline and analyze materials for proffer.	1.70
01/13/21	G. Fromer	B190	Review Barclays calls and prepare for call with Kramer Levin.	0.60
01/13/21	G. Fromer	B190	Review court filings and emails and revise deposition outline.	3.60
01/14/21	S. O'Donnell	B190	Prep for Barclays proffer,	1.50
01/15/21	C. Carty	B190	Prepare for Barclays attorney proffer (1.6); take Barclays attorney proffer (2.0).	3.60
01/15/21	S. O'Donnell	B190	Prep (outline and doc review) and participate in Barclays proffer; f/up analysis re same	3.50
01/15/21	K. Kolb	B190	Prepare for proffer session.	0.30
01/15/21	K. Kolb	B190	Attend and conduct proffer in connection with investigation.	3.00
01/15/21	G. Fromer	B190	Prepare for call with Kramer Levin.	0.50
01/15/21	G. Fromer	B190	Discussion with Kramer Levin.	2.10
01/18/21	S. O'Donnell	B190	Dic review/analysis; confer w/ CC; prep for lit designee call; conduct same; f/up analysis and calls re same.	3.00
01/20/21	K. Kolb	B190	Discuss investigation status and strategy with C. Carty.	0.40
01/21/21	K. Kolb	B190	Revise update memo to UCC regarding status of investigation.	1.40
01/21/21	K. Kolb	B190	Analyze confirmation order and plan to analyze legal issues in connection with investigation.	1.30
01/21/21	G. Fromer	B190	Revise memorandum to UCC regarding MTN investigation.	1.80



**HERRICK**

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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
01/22/21	K. Kolb	B190	Draft summary of analysis of plan and legal issue and update to UCC.	0.70
01/22/21	G. Fromer	B190	Review email from K. Kolb regarding case strategy.	0.10
01/22/21	L. Poretsky	B160	Review and revise Thirteenth Monthly Fee Statement, assemble exhibits, redact private information, e-file, and submit to Prime Clerk for service; circulate objection deadline	1.10
01/23/21	S. O'Donnell	B190	Attend to investigation status.	0.30
01/26/21	C. Carty	B160	Attention to issues regarding fee statements.	0.20
			<b>TOTAL</b>	<b>\$28,993.50</b>



**HERRICK**

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**LEGAL SERVICES SUMMARY**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
C. Carty	8.20	850.00	6,970.00
G. Fromer	10.70	460.00	4,922.00
K. Kolb	11.20	690.00	7,728.00
S. O'Donnell	8.30	1,075.00	8,922.50
L. Poretsky	1.10	410.00	451.00
<b>TOTAL</b>	<b>39.50</b>		<b>\$28,993.50</b>

**E-DISCOVERY & LITIGATION SUPPORT SERVICES**

Project Management	152.00
<b>TOTAL</b>	<b>\$152.00</b>

**TOTAL LEGAL SERVICES** **\$29,145.50**

**DISBURSEMENTS:**

	<u>AMOUNT</u>
E-Discovery Data Hosting	100.00
Expert Witness Fees	8,770.00
Pacer Charges	44.20
<b>TOTAL:</b>	<b><u>\$8,914.20</u></b>

**TASK SUMMARY**

<u>Task Code</u>	<u>Task Description</u>	<u>Hours</u>	<u>Amount</u>
B160	Fee/Employment Applications	1.70	961.00
B190	Other Contested Matters	38.20	28,184.50
<b>TOTALS</b>		<b>39.90</b>	<b>\$29,145.50</b>



**HERRICK**

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**PREVIOUS BILLS OUTSTANDING**

<u>Invoice #</u>	<u>Invoice Date</u>	<u>Original Amount</u>	<u>Less Credits Applied</u>	<u>Balance</u>
356647	07/16/20	62,817.18	60,748.68	2,068.50
358157	08/24/20	43,825.32	36,934.32	6,891.00
538311	10/22/20	279,109.04	253,931.24	25,177.80
539160	11/12/20	24,329.85	21,482.65	2,847.20
540575	12/14/20	31,940.28	28,618.48	3,321.80
541327	01/19/21	51,933.19	0.00	51,933.19
<b>Total Outstanding</b>				<b>\$92,239.49</b>





Official Committee of Unsecured Creditors of Sears Holdings  
Attn: Ron Tucker  
225 W. Washington Street  
Indianapolis, IN 46204

February 24, 2021  
Invoice Number: 542909  
Matter Number: 19609.0002  
Tax ID: 1662

Re: **Jointly Asserted Causes of Action**

Fees for legal services rendered through January 31, 2021	\$178,521.00
Expenses posted through January 31, 2021	121.76
<b>TOTAL</b>	<b><u>\$178,642.76</u></b>
Unpaid balance from previous invoice(s)	\$272,057.60
Total Due Now	\$450,700.36

**INVOICE PAYMENT IS DUE UPON RECEIPT. THANK YOU.**

Kindly return this page with your check payment to:  
Herrick, Feinstein LLP  
2 Park Avenue  
New York, NY 10016

Send wire payments to:  
Citibank, N.A.  
ABA Number: 0089  
Account Number: 6165  
SWIFT #:



**HERRICK**

Invoice Number: 542909  
Matter Number: 19609.0002  
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**LEGAL SERVICES RENDERED:**

<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
12/13/20	D. Field	B190	Review documents produced in adversary proceeding.	3.00
01/03/21	C. Carty	B190	Analyze issues related to review of documents produced by Wachtell.	0.30
01/03/21	H. Zimmer	B190	Confer with KK on review of documents produced in adversary proceeding and tolling agreement.	0.10
01/03/21	H. Zimmer	B190	Confer with CC and KK on review of documents produced in adversary proceeding.	0.10
01/04/21	K. Kolb	B190	Supervise workflow of second level reviews.	0.30
01/04/21	G. Fromer	B190	Discuss document review with Heather Zimmer.	0.10
01/04/21	H. Zimmer	B190	Review email from Audrey North concerning review of documents produced in adversary proceeding.	0.10
01/04/21	H. Zimmer	B190	Confer with KK and CA on documents produced by Blackstone.	0.10
01/04/21	H. Zimmer	B190	Confer with KK, EP, RQ, LS concerning documents produced in adversary proceeding.	0.10
01/05/21	C. Carty	B190	Review and analyze key documents from third party productions in connection with claims analysis.	3.20
01/05/21	G. Fromer	B190	Conduct second level review of documents related to related party financing transactions.	2.10
01/05/21	G. Fromer	B190	Review Wachtell documents for relevance.	3.00
01/05/21	E. Plowman	B190	Draft summaries of documents tagged as "hot" or "of interest."	4.20
01/05/21	R. Quigley	B190	Analyze documents in productions considered to be hot or of interest and draft or revise descriptions of those documents.	4.10
01/05/21	S. Stockman	B190	Confer with discovery support regarding access to review database.	0.20
01/05/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	0.50
01/05/21	H. Zimmer	B190	Confer with KK concerning review of documents produced in adversary proceeding.	0.10
01/05/21	H. Zimmer	B190	Confer with EP, RQ, LS, and KK concerning review of documents produced in adversary proceeding and drafting summaries of relevant information from same	0.40
01/05/21	H. Zimmer	B190	Confer with LS and H5 concerning documents produced in adversary proceeding.	0.40
01/05/21	L. Schepp	B190	Create Relativity search for batching documents of interest for further review, per H. Zimmer.	0.60
01/05/21	L. Schepp	B190	Compile and update of additional hot and of interest	3.60



**HERRICK**

Invoice Number: 542909  
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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			documents from 1LR review.	
01/06/21	C. Carty	B190	Confer with co-counsel regarding status of adversary proceeding.	0.20
01/06/21	C. Carty	B190	Review and analyze decision from state court insurance action related to adversary proceeding.	0.70
01/06/21	C. Carty	B190	Review and analyze draft consolidation papers related to adversary proceeding.	0.50
01/06/21	K. Kolb	B190	Discuss review issues with second level reviewers.	0.30
01/06/21	G. Fromer	B190	Review memorandum on focus of document review.	0.40
01/06/21	G. Fromer	B190	Review Wachtell documents for relevance.	6.20
01/06/21	E. Plowman	B190	Draft summaries of hot/of interest documents.	2.60
01/06/21	R. Quigley	B190	Analyze documents in productions considered to be hot or of interest and draft or revise descriptions of those documents.	4.40
01/06/21	S. Stockman	B190	Continue second level review.	3.00
01/06/21	H. Zimmer	B190	Confer with KK concerning review of documents produced in adversary proceeding.	0.10
01/06/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	0.20
01/07/21	C. Carty	B190	Review and analyze key documents from third party productions in connection with claims analysis.	3.80
01/07/21	G. Fromer	B190	Review Wachtell documents for relevance.	6.20
01/07/21	E. Plowman	B190	Draft hot document summaries.	2.30
01/07/21	R. Quigley	B190	Analyze documents in productions considered to be hot or of interest and draft or revise descriptions of those documents.	6.70
01/07/21	S. Stockman	B190	Continue second level review of documents.	0.30
01/08/21	C. Carty	B190	Review and analyze key documents from third party productions in connection with claims analysis.	1.30
01/08/21	K. Kolb	B190	Respond to second level review questions regarding subpoena reviews.	0.30
01/08/21	K. Kolb	B190	Supervise second level review.	0.10
01/08/21	G. Fromer	B190	Review Wachtell documents for relevance.	3.80
01/08/21	E. Plowman	B190	Draft summaries of hot/of interest docs.	2.10
01/08/21	R. Quigley	B190	Analyze documents in productions considered to be hot or of interest and draft or revise descriptions of those documents.	6.10
01/08/21	S. Stockman	B190	Continue second level review of documents.	0.40
01/08/21	H. Zimmer	B190	Analyze Second Circuit decisions on calculations of damages for compensation of trade secret violations.	0.90
01/08/21	H. Zimmer	B190	Confer with KK on review of documents produced in adversary proceeding.	0.10



**HERRICK**

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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
01/11/21	C. Anderson	B190	Review Blackstone Document Production for relevant appraisal documents and correspondences.	0.40
01/11/21	G. Fromer	B190	Review Wachtell documents for relevance.	2.40
01/11/21	E. Plowman	B190	Review and analyze documents in adversary proceeding.	3.30
01/11/21	R. Quigley	B190	Analyze and code documents in productions.	6.20
01/11/21	S. Stockman	B190	Conduct review of Wachtell document production.	2.90
01/11/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	0.20
01/11/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	0.20
01/12/21	C. Carty	B190	Review and analyze key documents from third party productions in connection with claims analysis.	2.50
01/12/21	C. Carty	B190	Draft tolling agreement.	0.40
01/12/21	C. Carty	B190	Call with team regarding Wachtell claim analysis.	0.40
01/12/21	K. Kolb	B190	Revise summaries of hot documents produced by debtors' professionals.	3.10
01/12/21	K. Kolb	B190	Discuss review priority and update review team re same.	0.50
01/12/21	C. Anderson	B190	Review and analyze Blackstone and Greenlight document production.	3.00
01/12/21	R. Quigley	B190	Analyze and code documents in productions.	6.40
01/12/21	S. Stockman	B190	Continue review of Wachtell document production.	2.30
01/12/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating relevant information from same.	2.30
01/12/21	H. Zimmer	B190	Confer with Chris Carty, Kyle Kolb, and Linda Schepp concerning review of documents produced in adversary proceeding.	0.40
01/12/21	H. Zimmer	B190	Analyze and summary of hot documents and confer with LS concerning same.	0.40
01/12/21	H. Zimmer	B190	Confer with KK, LS, and H5 concerning documents produced in adversary proceeding, review of same, and work product incorporation information from same.	0.70
01/12/21	L. Schepp	B190	Compile additional interesting documents for attorney review.	2.60
01/13/21	C. Carty	B190	Finalize tolling agreement extension.	0.50
01/13/21	K. Kolb	B190	Analyze summaries of key documents produced in response to subpoenas.	4.30
01/13/21	K. Kolb	B190	Supervise second level review process.	0.60
01/13/21	C. Anderson	B190	Review and analyze additional Blackstone/Greenlight document production for relevant documents.	1.60
01/13/21	C. Anderson	B190	Review Greenlight and Blackstone document production for relevant documents.	0.20
01/13/21	E. Plowman	B190	Review and analyze documents in adversary proceeding.	2.10



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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
01/13/21	R. Quigley	B190	Analyze and code documents in productions.	7.20
01/13/21	S. Stockman	B190	Continue review of Wachtell document production.	3.90
01/13/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating relevant information from same.	2.90
01/13/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	1.70
01/13/21	H. Zimmer	B190	Confer with LS and KK concerning hot document summaries.	0.20
01/13/21	L. Schepp	B190	Compile additional interesting documents for attorney review.	2.30
01/14/21	C. Carty	B190	Draft update to Litigation Designees on status of Wachtell claim analysis.	0.50
01/14/21	C. Carty	B190	Review and analyze key documents produced in third party discovery in connection with Wachtell claim analysis.	4.80
01/14/21	K. Kolb	B190	Analyze key documents and accompanying summaries produced by debtors' counsel in response to subpoena.	3.40
01/14/21	C. Anderson	B190	Review and analyze Greenlight/Blackstone document production for relevant documents.	1.60
01/14/21	C. Anderson	B190	Review and analyze Greenlight/Blackstone document production for relevant documents.	0.20
01/14/21	G. Fromer	B190	Review Wachtell documents for relevance.	0.90
01/14/21	E. Plowman	B190	Review and analyze docs in adversary proceeding.	6.00
01/14/21	R. Quigley	B190	Analyze and code documents in productions.	5.20
01/14/21	S. Stockman	B190	Continue second level review of Wachtell documents.	3.30
01/14/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating relevant information from same.	1.40
01/14/21	H. Zimmer	B190	Confer with CC concerning documents produced in adversary proceeding and WLRK and review from CC concerning same.	0.20
01/14/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	0.30
01/14/21	H. Zimmer	B190	Review email from KK concerning review of documents produced in adversary proceeding.	0.10
01/15/21	C. Carty	B190	Review and analyze key documents produced in third party discovery in connection with Wachtell claim analysis.	3.10
01/15/21	K. Kolb	B190	Analyze and revise summaries of hot documents.	2.10
01/15/21	C. Anderson	B190	Review Greenlight/Blackstone document production for relevant documents.	0.50
01/15/21	D. Field	B190	Review documents produced in adversary proceeding.	1.00
01/15/21	G. Fromer	B190	Review Wachtell documents for relevance.	1.30



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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
01/15/21	E. Plowman	B190	Review and analyze documents in adversary proceeding.	4.20
01/15/21	R. Quigley	B190	Analyze and code documents in productions.	0.00
01/15/21	R. Quigley	B190	Analyze and code documents in productions.	5.40
01/15/21	S. Stockman	B190	Continue review of Wachtell document production.	3.50
01/15/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	3.50
01/15/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	1.10
01/15/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	0.80
01/15/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	2.10
01/15/21	H. Zimmer	B190	Confer with H5 concerning documents produced by WLRK.	0.10
01/15/21	H. Zimmer	B190	Confer with CC and KK concerning documents produced by WLRK.	0.10
01/16/21	C. Carty	B190	Review and analyze key documents produced in third party discovery in connection with Wachtell claim analysis.	2.50
01/16/21	K. Kolb	B190	Revise summaries of key documents produced in response to subpoenas.	1.00
01/16/21	D. Field	B190	Review documents produced in adversary proceeding.	2.90
01/16/21	R. Quigley	B190	Analyze and code documents in productions.	3.00
01/16/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	1.00
01/16/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	0.50
01/17/21	K. Kolb	B190	Analyze key documents produced in response to subpoenas and revise corresponding summaries.	4.10
01/17/21	D. Field	B190	Review documents produced in adversary proceeding.	5.40
01/17/21	R. Quigley	B190	Analyze and code documents in productions.	3.50
01/17/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	4.50
01/18/21	C. Carty	B190	Draft outline of analysis.	1.20
01/18/21	C. Carty	B190	Review and analyze key documents produced in third party discovery in connection with same.	4.50
01/18/21	C. Carty	B190	Review and analyze research related to Wachtell claim analysis.	2.10
01/18/21	C. Carty	B190	Call with Litigation Designees re same.	0.50
01/18/21	K. Kolb	B190	Analyze key documents produced in response to subpoena and revise accompanying summaries.	6.20
01/18/21	C. Anderson	B190	Review Greenlight/Blackstone document production for relevant documents.	1.00
01/18/21	D. Field	B190	Review documents produced in adversary proceeding.	1.30
01/18/21	G. Fromer	B190	Review Wachtell documents for relevance.	2.80
01/18/21	E. Plowman	B190	Review and analyze documents in adversary proceeding.	1.10
01/18/21	R. Quigley	B190	Analyze and code documents in productions.	3.00



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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
01/18/21	S. Stockman	B190	Continue review of Wachtell document production.	4.90
01/18/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	5.10
01/18/21	H. Zimmer	B190	Confer with CC concerning review of documents produced in adversary proceeding and call concerning WLRK.	0.20
01/18/21	H. Zimmer	B190	Prepare for call with Trustees, Attend call with Herrick and Trustees concerning WLRK, and draft summary concerning same.	1.10
01/18/21	H. Zimmer	B190	Confer with KK, CC, LS, and other associates HF concerning review of documents produced in adversary proceeding, and review documents.	0.50
01/19/21	C. Carty	B190	Confer with co-counsel regarding Wachtell claim analysis.	0.40
01/19/21	C. Carty	B190	Draft high level analysis for Litigation Designees regarding Wachtell claims.	0.90
01/19/21	C. Carty	B190	Review and analyze key documents produced in third party discovery in connection with Wachtell claim analysis.	1.80
01/19/21	S. O'Donnell	B190	Claim analysis; confer w/ team re same; confer w/ akin re same.	1.00
01/19/21	K. Kolb	B190	Supervise second level review of final tranche of third party production.	0.10
01/19/21	K. Kolb	B190	Analyze and revise summaries of key documents produced in response to subpoenas.	0.80
01/19/21	C. Anderson	B190	Review Greenlight/Blackstone document production for relevant documents	1.10
01/19/21	H. Zimmer	B190	Confer with KK and LS concerning documents produced by Deloitte.	0.10
01/19/21	H. Zimmer	B190	Revise summary of potential claims against for Trustees.	0.80
01/19/21	L. Schepp	B190	Compile Deloitte interesting documents for attorney review.	1.20
01/20/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	2.00
01/20/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	0.50
01/20/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	1.50
01/20/21	H. Zimmer	B190	Revise summaries on documents produced in adversary proceeding.	2.50
01/21/21	C. Carty	B190	Review and analyze key documents produced in third party discovery in connection with Wachtell claim analysis.	1.10



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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
01/21/21	S. O'Donnell	B190	Review/revise memo to litigation designee committee; confer w/ team re same; confer w/ LDC re same.	1.00
01/21/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	0.50
01/21/21	H. Zimmer	B190	Review email from KK concerning status of case.	0.10
01/22/21	C. Carty	B190	Review and analyze key documents produced in third party discovery in connection with Wachtell claim analysis.	1.50
01/23/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	0.70
01/23/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	1.20
01/24/21	K. Kolb	B190	Analyze and revise summaries of key documents produced by Deloitte.	1.90
01/24/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	2.20
01/25/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating relevant information from same.	0.50
01/26/21	K. Kolb	B190	Analyze and revise summaries of key documents produced by Deloitte.	2.00
01/26/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	1.00
01/26/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	2.70
01/26/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	0.80
01/26/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	1.50
01/26/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	0.80
01/27/21	C. Carty	B190	Review and analyze key documents produced in connection with adversary proceeding.	1.20
01/27/21	H. Zimmer	B190	Analyze documents produced in adversary and draft summaries incorporating relevant information from	0.50





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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			same.	
01/27/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	2.60
01/28/21	K. Kolb	B190	Review and revise summaries of key documents produced by Deloitte.	1.80
01/28/21	C. Anderson	B190	Review Greenlight/Blackstone document production for relevant documents	1.30
01/28/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	0.90
01/28/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating relevant information from same.	1.20
01/28/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating relevant information from same.	0.60
01/28/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating relevant information from same.	0.80
01/28/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating relevant information from same.	1.00
01/29/21	C. Anderson	B190	Review Greenlight/Blackstone document production for relevant documents	0.80
01/29/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	1.10
01/30/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating relevant information from same.	0.80
01/30/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating relevant information from same.	1.80
01/30/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating relevant information from same.	0.50
01/30/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating relevant information from same.	1.00
01/30/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries with relevant information from same.	1.80



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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
01/30/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating relevant information from same.	0.40
01/31/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporate relevant information from same.	3.60
01/31/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporate relevant information from same.	1.10
01/31/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and scope of subpoena sent to third parties.	1.40
01/31/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding.	1.30
01/31/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and summarize relevant information from same in memorandum.	1.20
01/31/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summaries incorporating information from same.	2.10
01/31/21	H. Zimmer	B190	E-mail CC and KK concerning discovery status.	0.10
01/31/21	H. Zimmer	B190	Analyze documents produced in adversary proceeding and draft summary incorporating information from same.	1.20
<b>TOTAL</b>				<b>\$178,521.00</b>



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**LEGAL SERVICES SUMMARY**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
C. Anderson	11.70	435.00	5,089.50
C. Carty	39.90	850.00	33,915.00
D. Field	3.00	435.00	1,305.00
D. Field	10.60	475.00	5,035.00
G. Fromer	29.20	460.00	13,432.00
K. Kolb	32.90	690.00	22,701.00
S. O'Donnell	2.00	1,075.00	2,150.00
E. Plowman	27.90	460.00	12,834.00
R. Quigley	61.20	460.00	28,152.00
L. Schepp	10.30	350.00	3,605.00
S. Stockman	24.70	475.00	11,732.50
H. Zimmer	81.20	475.00	38,570.00
<b>TOTAL</b>	<b>334.60</b>		<b>\$178,521.00</b>

**DISBURSEMENTS:**

	<u>AMOUNT</u>
Online Research	41.76
Pacer Charges	80.00
<b>TOTAL:</b>	<b><u>\$121.76</u></b>

**PREVIOUS BILLS OUTSTANDING**

<u>Invoice #</u>	<u>Invoice Date</u>	<u>Original Amount</u>	<u>Less Credits Applied</u>	<u>Balance</u>
358158	08/24/20	114,394.47	91,935.87	22,458.60
538312	10/22/20	330,797.92	265,261.82	65,536.10
539161	11/12/20	221,704.24	177,615.54	44,088.70
540525	12/14/20	170,056.45	136,138.75	33,917.70
541328	01/19/21	106,056.50	0.00	106,056.50
<b>Total Outstanding</b>				<b>\$272,057.60</b>

**Exhibit D**

**Disbursement Summary**

E-Discovery Data Hosting	\$100.00
Online Research	\$41.76
Pacer	\$124.20
Professional Fees – Consultant Fees	\$8,770.00
<b>Total</b>	<b>\$9,035.96</b>

**Exhibit E**

**Itemized Disbursement**

Title: Disbursement Detail  
Date: 3/3/2021, 10:02:03 AM  
Filters:

Disbursement ID	Transaction Date	Disb Code	To Bill Amount	Narrative
			\$9,035.96	
9228295	2/1/2021	Expert Witness Fees (026)	\$8,770.00	Vendor: Capital Market Risk Advisors; Invoice#: 2021-00282; Date: 2/1/2021
9223701	1/6/2021	Pacer charges (074)	\$44.20	Vendor: Pacer Service Center; Invoice#: 2560425-Q42020; Date: 1/6/2021
9223702	1/6/2021	Pacer charges (074)	\$80.00	Vendor: Pacer Service Center; Invoice#: 2560425-Q42020; Date: 1/6/2021
9222626	1/1/2021	Online research - West (075)	\$20.88	Vendor: West Group - GSI Payment Center-Westlaw; Invoice#: 843607235; Date: 1/1/2021 - Westlaw Dec 2020 monthly billing
9222630	1/1/2021	Online research - West (075)	\$20.88	Vendor: West Group - GSI Payment Center-Westlaw; Invoice#: 843607235; Date: 1/1/2021 - Westlaw Dec 2020 monthly billing
9226434	1/31/2021	E-Discovery Data Hosting Minim	\$100.00	Simon Property Group - Sears Bankruptcy



Invoice ID: 2021-00282  
Account number: 26  
Project Id: 26  
Invoice date: February 1, 2021

Capital Market Risk Advisors  
4851 Tamiami Trail North  
Suite 243  
Naples, FL 34103  
Attn: Accounting

Kyle Kolb

Herrick Feinstein LLP  
2 Park Avenue  
New York, NY 10016

Invoice Total			\$8,770.00
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**See attached spreadsheet for invoice specification.**

NAME	AVERAGE RATE	TOTAL HOURS	TOTAL AMOUNT
Nie	400.00	1.2	480.00
Niculescu	1,250.00	4.7	5,875.00
Iacono	1,150.00	2.1	2,415.00
<b>Grand Total</b>	<b>\$1,038.89</b>	<b>8.0</b>	<b>\$8,770.00</b>

Please remit payment with the statement number to Capital Market Risk Advisors at the address listed above or via wire. Contact [QBTeam@advancedprofessional.net](mailto:QBTeam@advancedprofessional.net) for wire instructions.